

STATE OF VERMONT
PUBLIC SERVICE BOARD

Docket No. 7156

Amended Petition of UPC Vermont Wind, LLC, for a)
Certificate of Public Good, pursuant to)
30 V.S.A. § 248, authorizing the construction and)
operation of a 40 MW wind electric generation facility,)
consisting of 16 wind turbines, and associated)
transmission and interconnection facilities, in Sheffield,)
Vermont, to be known as the "Sheffield Wind Project")

Entered: 8/8/2007

CERTIFICATE OF PUBLIC GOOD ISSUED
PURSUANT TO 30 V.S.A. SECTION 248

IT IS HEREBY CERTIFIED that the Public Service Board of the State of Vermont ("Board") this day found and adjudged that the construction of a 16-turbine, 40 megawatt wind generation facility in Sheffield, Vermont (the "Project"), as further described in the Board's August 8, 2007, Order in this Docket, ("the Order") as modified and conditioned by the findings and conclusions of that Order, will promote the general good of the State, and a Certificate of Public Good is hereby issued to UPC Vermont Wind, LLC ("UPC") subject to the following conditions:

1. UPC shall file, for the Board's approval, final design plans for all components of the Project, including access roads, turbine placement, collector line placement, and the substation.
2. UPC must receive permission from the Board if UPC seeks to use a turbine other than the Clipper Liberty Class IIB 2.5 MW turbines it proposes.
3. UPC shall make all reasonable efforts to enter into diverse, long-term, stably priced power contracts with Vermont utilities. UPC shall provide an update of any negotiations with Vermont utilities 90 days after the date of this Certificate of Public Good. Prior to commencement of construction, UPC must produce copies of such contracts entered into with Vermont utilities for Board review and approval. If, after good-faith negotiations on the part of UPC and the utilities, UPC cannot reach an agreement, it may file a statement explaining why an agreement cannot be reached and why the Board should modify or remove this requirement.

4. Blasting associated with construction of the Project shall be minimized to the extent practicable and performed only during the hours of 9:00 AM-5:00 PM Monday-Friday, with the exception of state holidays.

5. All blasting shall be carried out by licensed and certified blasting technicians. All blasting shall be performed in accordance with any and all applicable laws and regulations, including, but not limited to, U.S. Department of Interior Rules 816.61-68 and 817.61-68 and the Blasting Guidance Manual, Office of Surface Mining, Reclamation and Enforcement, U.S. Department of Interior, to limit peak particle velocity and ground vibration to sage levels. Noise and air blast effects shall be limited through application of proper techniques and blasting mats shall be used where needed to limit the occurrence of flyrock.

6. Prior to performing any blasting for the Project, UPC shall develop a blasting plan that includes pre-blast surveys of wells and structures in the surrounding area and shall arrange for a public information session with surrounding landowners to address concerns related to blasting.

7. In the event surrounding landowners express concern regarding the impacts of blasting on wells or other structures on their property, UPC shall remediate any damage caused by blasting activities.

8. UPC shall construct and operate the Project so that it emits no prominent discrete tones pursuant to the American National Standards Institute (ANSI) standards at the receptor locations, and indoor sound levels at any King George School structure and any surrounding residences do not exceed 30 dBA(Ldn).

9. In the event noise from operation of the Project exceeds the maximum allowable levels, UPC shall take all remedial steps necessary to bring the sound levels produced by the turbine(s) into compliance with allowable levels, including modification or cessation of turbine(s) operation.

10. UPC shall submit to the Board for review and approval a noise monitoring plan to be implemented during the first full year of operation. The Plan shall establish a monitoring program to confirm under a variety of seasonal and climactic conditions compliance with the maximum allowable sound levels described above.

11. UPC must file the FAA-approved lighting plan prior to the commencement of construction. Parties will have two weeks to file comments on the approved lighting plan.

12. UPC shall submit to the Board its National Pollutant Discharge Elimination System (NPDES) Stormwater Permit for Construction Sites for the Project, prior to the commencement of any earth-disturbing construction activities.

13. UPC shall submit to the Board its Vermont operational phase stormwater permit, prior to the creation of any new impervious surfaces at the site.

14. UPC must use only biodegradable fluids in the turbines' transformers.

15. UPC shall submit to the Board its wastewater permit for sanitary facilities at the operations and maintenance building, prior to commencement of construction on that building.

16. UPC shall comply with all provisions of the UPC-ANR Stipulation (exhibit ANR/UPC-1).

17. UPC shall execute a conservation easement, or other similar legal means, to secure the rights necessary for the conservation of the so-called "King George Parcel" for the life of the Project. Furthermore, it shall be the responsibility of UPC to ensure that any successors in interest to the parcel abide by the commitments made in the Stipulation.

18. UPC shall establish and maintain a 15-meter buffer zone around the site of the foundation for the historic barn and house, located along the route of the feeder line to the substation for the Project, shown on exhibit UPC-CRV-Reb7a. Placement of utility poles and soil disturbance are not allowed within the site or the buffer. Heavy equipment is not allowed within the site.

19. UPC shall bear the costs of any road alteration, improvements, repairs, traffic control and other activities necessitated by the Project and its construction and maintenance.

20. UPC shall submit to the Board any necessary Agency of Transportation ("AOT") right-of-way permit(s) no less than 30 days prior to any road work approved under such permit. UPC shall also be responsible for obtaining all necessary Department of Motor Vehicle oversized load permits, and shall make them available for inspection upon request by the Board. No further action shall be required by the Board, unless the activities approved by AOT under the permit are materially different than UPC's prior representations to the Board or would materially impact any of the substantive criteria under 30 V.S.A. § 248(b).

21. UPC shall develop and file with the Board a transportation plan for transport of project components and access by construction vehicles. The plan will be subject to review and comment by parties with standing on the issue and must be approved by the Board prior to the commencement of any significant vehicular traffic to the site and transport of any project

components. In developing its plan, UPC shall account for traffic control and insure unimpeded emergency vehicle access to all areas of the town and village of Barton at all times. UPC's plan must also address transport of turbine components and construction vehicles through Barton town and village streets and roads in a manner that avoids undue disruption of municipal services, local businesses and travelers during times of expected increased traffic flows, such as rush hours, holiday periods, and municipal events.

22. UPC shall, to the extent commercially practicable, route construction and maintenance traffic in a manner that avoids the streets in the town and village of Barton, for example, by accessing New Duck Pond Road from the south via Route 5.

23. UPC may not use Dareios Road to access the Project site during construction, except in the case of emergencies.

24. UPC shall pay all costs associated with road improvements necessitated by the Project.

25. UPC shall make good faith efforts to receive confirmation from the Sheffield/Wheelock Fire Department, the State Police, and the Caledonia County Sheriff's Department that the Project will not pose an undue burden on their ability to provide services. Prior to the commencement of construction, UPC shall provide all relevant communications with these entities.

26. UPC shall provide periodic seminars to local and regional first responders on fighting turbine fires and dealing with turbine-related emergencies.

27. All turbine towers shall be painted white or off white.

28. UPC shall obtain and submit the final FAA determination prior to the erection of the turbine towers. Parties shall have two weeks to comment on the filing.

29. UPC shall submit for comment by the parties and review and approval by the Board, a proposal to place educational signage at Crystal Lake State Park. Any necessary permits must be identified and obtained by UPC and submitted to the Board prior to placement of the signage.

30. Prior to commencement of construction, UPC must provide a compliance filing demonstrating that the terms of the lease agreements with the owners of the land upon which the Project will be built contain reasonable assurance of compliance with conditions contained in the CPG.

31. UPC shall submit the final ISIS study (Interconnection System Impact Study) and interconnection and substation plans to the Board and parties prior to construction. Parties shall have two weeks to file comments on the ISIS study. UPC shall implement any changes determined necessary by ISO New England Inc. or Vermont Electric Power Company, Inc. to

ensure system stability and reliability, and shall pay for any costs associated with measures designed to ensure that the Project does not adversely affect system stability and reliability.

32. UPC shall file a decommissioning plan with the Board and parties prior to commencement of construction. The decommissioning plan may allow the fund to grow as the construction process proceeds such that the funding level is commensurate with the costs of removing infrastructure in place. The amount of the fund may not net out the projected salvage value of the infrastructure. In addition, the decommissioning plan must include a description of how the fund would be secured and why that mechanism is appropriate; and if UPC elects to utilize a corporate guarantee to secure the fund, it must demonstrate how such a guarantee would be bankruptcy remote. If actual production falls below 65 % of projected production during any consecutive two-year period, a decommissioning review is initiated; however, if UPC can demonstrate that it has entered into stably priced power contracts with Vermont utilities through which a substantial amount of power is to be sold at stable prices, the Board may reduce the decommissioning trigger to as low as 50 %.

DATED at Montpelier, Vermont, this 8th day of August, 2007.

<u>s/James Volz</u>)	
)	PUBLIC SERVICE
)	
<u>s/David C. Coen</u>)	BOARD
)	
)	OF VERMONT
<u>s/John D. Burke</u>)	

OFFICE OF THE CLERK

Filed: August 8, 2007

Attest: s/Susan M. Hudson
Clerk of the Board

NOTICE TO READERS: This decision is subject to revision of technical errors. Readers are requested to notify the Clerk of the Board (by e-mail, telephone, or in writing) of any apparent errors, in order that any necessary corrections may be made. (E-mail address: psb.clerk@psb.state.vt.us)